

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
:
In re : Chapter 11
:
Gawker Media LLC, *et al.*,¹ : Case No. 16-11700 (SMB)
:
Debtors. : (Jointly Administered)
:
-----X

**SECOND MONTHLY STATEMENT OF CITRIN COOPERMAN & COMPANY, LLP
OF FEES FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS
INCURRED AS INDEPENDENT AUDITOR AND ACCOUNTING SERVICES
PROVIDER FOR THE DEBTORS AND DEBTORS IN POSSESSION FOR THE
PERIOD FROM SEPTEMBER 1, 2016 THROUGH SEPTEMBER 30, 2016**

Name of Applicant: Citrin Cooperman & Company, LLP
Independent Auditor and Accounting Services
Provider to the Debtors and Debtors in Possession

Date of Retention: September 16, 2016 (*nunc pro tunc* to June 10, 2016)
[Docket No. 268]

Period for Which Fees and Expenses are
Incurred: September 1, 2016 through and including September
30, 2016

Fees Incurred: \$41,233.75

Payment of Fees Requested (80%): \$32,987.00

Expenses Incurred: \$0.00

Total Fees and Expenses Due: \$32,987.00

This is a: X Monthly _____ Interim _____ Final Application.

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Kinja Kft. (5056). Gawker Media LLC and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10020. Kinja Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10020.

PRELIMINARY STATEMENT

1. Citrin Cooperman & Company, LLP ("Citrin"), independent auditor and accounting services provider for Gawker Media LLC ("Gawker Media") and Gawker Media Group, Inc. ("GMGI" and collectively with Gawker Media, the "Debtors"), hereby submits this statement of fees and disbursements (the "Monthly Statement") for the period from September 1, 2016 through and including September 30, 2016 (the "Compensation Period") in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 94] (the "Interim Compensation Order"). Citrin requests: (a) interim allowance and payment of compensation in the amount of \$32,987.00 (80% of \$41,233.75) of fees on account of reasonable and necessary professional services rendered to the Debtors by Citrin and (b) reimbursement of actual and necessary costs and expenses in the amount of \$0.00 incurred by Citrin during the Compensation Period. Citrin requests payment in the total amount of \$32,987.00.

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

2. Exhibit A sets forth a timekeeper summary that includes the respective names, positions, department, hourly billing rates and aggregate hours spent by each Citrin professional that provided services to the Debtors during the Compensation Period. The blended hourly billing rate of Citrin professionals during the Compensation period is approximately \$388.08.

3. Exhibit B sets forth a task code summary that includes the aggregate hours per task code spent by Citrin professionals in rendering services to the Debtors during the Compensation Period.

4. **Exhibit C** sets forth detailed time records of Citrin professionals for the Compensation Period.

[Remainder of this page intentionally left blank.]

NOTICE

5. Pursuant to the Interim Compensation Order, Citrin has directed Prime Clerk to provide notice of filing of this statement by hand, overnight delivery, or, if agreed to by the respective Notice Party (as defined in the Interim Compensation Order), by e-mail to an e-mail address designated by that Notice Party, on: (a) the Debtors, Gawker Media LLC, 114 Fifth Avenue, New York, NY 10011, Attn: Heather Dietrick (heather@gawker.com) and William D. Holden (profinvoices@gawker.com); (b) the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attn: Greg Zipes and Susan Arbeit; (c) counsel for the Official Committee of Unsecured Creditors, Simpson Thacher & Bartlett, 425 Lexington Ave., New York, NY 10017, Attn: Sandy Qusba (squsba@stblaw.com) and William T. Russell (wrussell@stblaw.com); (d) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago IL 60611, Attn: David Heller (david.heller@lw.com) & Latham & Watkins LLP, 885 Third Avenue, New York, NY 10022, Attn: Keith A. Simon (keith.simon@lw.com); and (e) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, NY 10022, Attn: Adam C. Harris (adam.harris@srz.com).

Dated: October 20, 2016
New York, NY

/s/ Michael E. Rhodes
Michael E. Rhodes
CITRIN COOPERMAN & COMPANY LLP
529 Fifth Avenue
New York, NY 10017
Telephone: (212) 697-1000
Facsimile: (212) 697-1004
mrhodes@citrincooperman.com

*Independent Auditor and Accounting
Services Provider to the Debtors and
Debtors in Possession*

Exhibit A

Timekeeper Summary

TIMEKEEPER SUMMARY

NAME OF PROFESSIONAL	TITLE	DEPT.	HOURLY RATE	HOURS BILLED	TOTAL COMPENSATION
Freel, Michael	Manager	State & Local Tax	\$ 410.00	55.00	\$ 22,550.00
Gabel, Katerina	Staff	Audit & Accounting	\$ 170.00	10.75	\$ 1,827.50
LiRosi, Paul	Director	Tax	\$ 460.00	10.50	\$ 4,830.00
Porricelli, Thomas	Supervisor**	Audit & Accounting	\$ 250.00	11.00	\$ 2,750.00
Rhodes, Michael	Partner	Audit & Accounting	\$ 560.00	12.50	\$ 7,000.00
Rogan, John	Staff	Audit & Accounting	\$ 180.00	2.75	\$ 495.00
Ruvere, Eugene	Partner	State & Local Tax	\$ 475.00	3.75	\$ 1,781.25
Total Compensation			\$ 388.08	106.25	\$ 41,233.75

SUMMARY BY LEVEL

TOTALS	BLENDED HOURLY RATES	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners	\$ 540.38	16.25	8,781.25
Directors	\$ 460.00	10.50	4,830.00
Managers	\$ 410.00	55.00	22,550.00
Supervisors	\$ 250.00	11.00	2,750.00
Staff	\$ 172.04	13.50	2,322.50
Total Fees Incurred		106.25	41,233.75

Exhibit B

Task Code Summary

TASK CODE SUMMARY

SERVICE CODE	DESCRIPTION	HOURS	AMOUNT
214	Other Special Projects	11.25	\$ 4,102.50
238	Bankruptcy-Meeting, Correspond	3.00	\$ 1,680.00
300	Taxes - General	10.50	\$ 4,830.00
309	Prep of Commercial Rent Tax	3.25	\$ 620.00
609/613	SALT Consulting & Projects/SALT Professionals	78.25	\$ 30,001.25
TOTAL		106.25	\$ 41,233.75

Exhibit C

Time Detail

Citrin Cooperman & Company, LLP
Billing Worksheet
Client - Client Code
For the Period: 09/01/2016 - 09/30/2016
WIP Approved (09/30/2016)

WIP - Gawker Media (0) -	Description	Name	Date	Memo	Rate	Hours	Amount
ACCT	613 SALT Professionals	Porriceili, Thomas	09/14/2016	Netsuite research and meeting with Rhodes	\$ 250.00	2.00	\$ 500.00
ACCT	214 Other Special Projects	Gaebel, Katerina	09/14/2016	Looked into intercompany payable accounts for Mike Rhodes.	\$ 170.00	1.25	\$ 212.50
ACCT	214 Other Special Projects	Gaebel, Katerina	09/15/2016	Meeting at Gawker with Mike Rhodes.	\$ 170.00	2.00	\$ 340.00
ACCT	214 Other Special Projects	Porriceili, Thomas	09/16/2016	Intercompany	\$ 250.00	1.50	\$ 375.00
ACCT	613 SALT Professionals	Porriceili, Thomas	09/22/2016	Sales Tax Liability - meeting with rhodes - tax issues - expense research	\$ 250.00	4.50	\$ 1,125.00
ACCT	613 SALT Professionals	Gaebel, Katerina	09/22/2016	Printing missing invoices to PDF for Mike Rhodes.	\$ 170.00	7.50	\$ 1,275.00
ACCT	214 Other Special Projects	Porriceili, Thomas	09/23/2016	Downloaded and identified the 2014 Tax items for Paul LiRosi	\$ 250.00	0.75	\$ 187.50
ACCT	613 SALT Professionals	Porriceili, Thomas	09/26/2016	Respond to questions from SALT	\$ 250.00	1.00	\$ 250.00
ACCT	214 Other Special Projects	Porriceili, Thomas	09/28/2016	Call with GM	\$ 250.00	0.75	\$ 187.50
Cons	238 Bankruptcy-Metting, Correspond	Rhodes, Michael	9/13/2016	Bankruptcy appointment hearing	\$ 560.00	3.00	\$ 1,680.00
Cons	214 Other Special Projects	Rhodes, Michael	09/15/2016	Intercompany accounting	\$ 560.00	3.00	\$ 1,680.00
Cons	214 Other Special Projects	Rhodes, Michael	09/21/2016	Correcting Accounting Entries	\$ 560.00	1.00	\$ 560.00
Cons	613 SALT Professionals	Rhodes, Michael	09/22/2016	NYS sales tax audit - invoice research	\$ 560.00	1.00	\$ 560.00
Cons	613 SALT Professionals	Rhodes, Michael	09/26/2016	Sales tax audit and other requests	\$ 560.00	2.00	\$ 1,120.00
Cons	613 SALT Professionals	Rhodes, Michael	09/28/2016	Sales tax audit requests	\$ 560.00	1.50	\$ 840.00
Cons	214 Other Special Projects	Rhodes, Michael	09/29/2016	Call to review UCC requests	\$ 560.00	1.00	\$ 560.00
taxes	613 SALT Professionals	Ruvere, Eugene	09/15/2016	Internal correspondence regarding status of sales/use tax audit and approach to case; review of related audit workpapers; correspondence with auditor.	\$ 475.00	2.75	\$ 1,306.25
taxes	613 SALT Professionals	Freel, Michael	09/15/2016	NYS sales tax audit - discuss status and next steps with Eugene R.; review auditor's capital exception workpapers and related notes; review e-mails from Eugene with additional audit support; compare and cross-reference auditor's computer and hardware exceptions spreadsheet to PBC depreciation support schedules; summary e-mail of ways to try to reduce capital exceptions portion of additional tax to Eugene	\$ 410.00	6.75	\$ 2,767.50
taxes	613 SALT Professionals	Ruvere, Eugene	09/16/2016	Internal discussion with M. Freel regarding initial fixed asset review.	\$ 475.00	0.25	\$ 118.75
taxes	613 SALT Professionals	Freel, Michael	09/16/2016	NYS sales tax audit - start reviewing auditor's expense w/p's; discuss auditor's capital asset exceptions with Eugene R.; e-mail to Mike R. re: additional capital asset support needed	\$ 410.00	4.25	\$ 1,742.50

taxes	613 SALT Professionals	Ruvere, Eugene	09/19/2016	Internal correspondence regarding approach expense review for sales tax audit.	\$ 475.00	0.25	\$ 118.75
taxes	613 SALT Professionals	Freel, Michael	09/19/2016	NYS sales tax audit - review auditor's expense workpapers and add'l support e-mails, research re: same and notes to file re: arguments to make for reduction of additional tax due; call Mike R. to discuss additional capital assets support; discuss positions to take re: certain expenses with Eugene R.; review computer equipment invoices and pull information overlooked by auditor on his last visit	\$ 410.00	7.25	\$ 2,972.50
taxes	613 SALT Professionals	Freel, Michael	09/20/2016	NYS sales tax audit - continue review of auditor's expense exceptions; pull additional support and additional research re: same; add to summary of notes and arguments for reductions of tax	\$ 410.00	3.75	\$ 1,537.50
taxes	613 SALT Professionals	Ruvere, Eugene	09/21/2016	Internal discussions regarding findings related to expense portion of sales tax audit.	\$ 475.00	0.25	\$ 118.75
taxes	613 SALT Professionals	Freel, Michael	09/21/2016	NYS sales tax audit - review auditor's expense exceptions workpapers; research re: same (taxability of digital photo license and campaign cost expenses, etc.) and pull additional support; notes to file and discuss with Eugene R.	\$ 410.00	5.50	\$ 2,255.00
taxes	613 SALT Professionals	Freel, Michael	09/22/2016	NYS sales tax audit - review auditor's expense exceptions w/p's; additional research re: same and pull additional support; discuss with Eugene R.	\$ 410.00	5.25	\$ 2,152.50
taxes	613 SALT Professionals	Freel, Michael	09/23/2016	NYS sales tax audit - continue review of auditor's expense exceptions; add'l research re: same and pull additional support	\$ 410.00	2.50	\$ 1,025.00
taxes	613 SALT Professionals	Freel, Michael	09/26/2016	NYS sales tax audit - continue review of auditor's expense workpapers and related Concur support; additional research re: same and pull additional support; review auditor's schedules re: quarterly expense account amounts	\$ 410.00	3.75	\$ 1,537.50
taxes	613 SALT Professionals	Freel, Michael	09/27/2016	continue review of auditor's expense w/p's; discuss w/ Eugene R.	\$ 410.00	3.00	\$ 1,230.00
taxes	613 SALT Professionals	Ruvere, Eugene	09/28/2016	Internal correspondence regarding status of sales tax audit and next steps.	\$ 475.00	0.25	\$ 118.75
taxes	613 SALT Professionals	Freel, Michael	09/28/2016	continue review of auditor's expense w/p's; discuss expense and fixed asset support/arguments with Eugene R.	\$ 410.00	0.75	\$ 307.50

				review auditor's expense error sheets for accuracy; review e-mails and related invoice support from Mike R. and Tom P.; prepare spreadsheet summarizing and cross-referencing support and positions; summary e-mail to Eugene R. with additional clarifications needed			
taxes	613 SALT Professionals	Freel, Michael	09/29/2016		\$ 410.00	9.75	\$ 3,997.50
				e-mails from/to Eugene R. re: sales tax audit; pull additional fixed assets support	\$ 410.00	2.50	\$ 1,025.00
taxes	613 SALT Professionals	Freel, Michael	09/30/2016				
taxes	300 Tax General	LiRosi, Paul	09/19/2016	Respond to tax question	\$ 460.00	0.50	\$ 230.00
taxes	300 Tax General	LiRosi, Paul	09/21/2016	tax notice review	\$ 460.00	0.75	\$ 345.00
taxes	300 Tax General	LiRosi, Paul	09/22/2016	review of tax notice with Tom	\$ 460.00	0.50	\$ 230.00
taxes	300 Tax General	LiRosi, Paul	09/23/2016	respond to tax notice	\$ 460.00	1.00	\$ 460.00
taxes	300 Tax General	LiRosi, Paul	09/28/2016	various tax notices/call with Lynn on tax	\$ 460.00	2.00	\$ 920.00
				prepared all items per clients request - emailed to will and lynn reviewed PA tax notice and had a call with PA department of revenue regarding payroll	\$ 460.00	2.00	\$ 920.00
taxes	300 Tax General	LiRosi, Paul	09/29/2016	call with Mike, Lynn, Will/sent email to all on request list	\$ 460.00	1.25	\$ 575.00
taxes	300 Tax General	LiRosi, Paul	09/29/2016		\$ 460.00	2.50	\$ 1,150.00
taxes	300 Tax General	LiRosi, Paul	09/13/2016		\$ 460.00	2.50	\$ 1,150.00
taxes	309 Prep of Commercial Rent Tax	Rogan, John	09/16/2016	Q1 2016 CRT prep	\$ 180.00	2.75	\$ 495.00
taxes	309 Prep of Commercial Rent Tax	Porricelli, Thomas	09/16/2016	Review of the CRT Return for Q1	\$ 250.00	0.50	\$ 125.00
						<u>106.25</u>	<u>41,233.75</u>



Please remit payment to:
529 Fifth Avenue
New York, NY 10017
P. 212.697.1000

Gawker Media
114 Fifth Avenue, Floor 2
New York, NY 10011

Invoice No. 714684
Date 10/20/2016
Client No. 42254.0

FOR PROFESSIONAL SERVICES RENDERED THROUGH SEPTEMBER 30, 2016 AS FOLLOWS:

NYS SALES AND USE TAX AUDIT

M. RHODES	4.50 HRS @ \$560/HR	\$ 2,520.00
E. RUVERE	3.75 HRS @ \$475/HR	1,781.25
M. FREEL	55.00 HRS @ \$410/HR	22,550.00
K. GAEBEL	7.50 HRS @ \$170/HR	1,275.00
T. PORRICELLI	7.50 HRS @ \$250/HR	1,875.00

SECTION 327 (a) BANKRUPTCY COURT APPLICATION

M. RHODES	3.00 HRS @ \$560/HR	1,680.00
-----------	---------------------	----------

NYC COMMERCIAL RENT TAX

J. ROGAN	2.75 HRS @ \$180/HR	495.00
T. PORRICELLI	0.50 HRS @ \$250/HR	125.00

ACCOUNTING AND TAX ADVISORY SERVICES

M. RHODES	5.00 HRS @ \$560/HR	2,800.00
P. LIROSI	10.50 HRS @ \$460/HR	4,830.00
T. PORRICELLI	3.00 HRS @ \$250/HR	750.00
K. GAEBEL	3.25 HRS @ \$170/HR	<u>552.50</u>

Total This Invoice \$ 41,233.75

Payment due upon receipt

Please include this page or make reference to the invoice number and client number on your check.
Remit to our NY address.

CONNECTICUT
37 North Avenue
Norwalk, CT 06851
203.847.4068

NEW JERSEY
Eisenhower Corporate Campus
290 W. Mt. Pleasant Ave. STE. 3310
Livingston, NJ 07039
973.218.0500

NEW YORK
529 Fifth Avenue
New York, NY 10017
212.697.1000

PHILADELPHIA
1800 JFK Blvd. 20th FL
Philadelphia, PA 19103
215.545.4800

WESTCHESTER
709 Westchester Avenue
White Plains, NY 10604
914.949.2990

LONG ISLAND
131 Sunnyside Boulevard, Suite 110
Plainview, NY 11803
516.349.2150